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INTERSTATE COMMERCE COMMISSION

THIS SUPPLEMENTAL CONTRACT, made as of

December 3, 1974, among AMERICAN ELECTRIC POWER SERVICE CORPORATION, a New York corporation (herein called "AEP"), OHIO POWER COMPANY, an Ohio corporation (herein called "Designated Purchaser"), and BETHLEHEM STEEL CORPORATION, a Delaware corporation (herein called "Seller"),

W I T N E S S E T H ,

T H A T:

1. Pursuant to Paragraph 4 of Exhibit A, entitled "General Conditions", of the Contract dated September 27, 1974 (herein called the "Original Contract"), between AEP and Seller, AEP hereby designates Ohio Power Company as the Purchaser for all purposes under the Original Contract with respect to the second Seven Hundred Fifty (750) Cars, as defined in the Original Contract, built by Seller and accepted by Designated Purchaser thereunder. Such Cars will be numbered AEPX-751 to AEPX-1500, both inclusive (herein called the "Designated Cars").

2. Seller hereby approves of Designated Purchaser as the Purchaser under the Original Contract of the Designated Cars.

3. With respect to the Designated Cars, Designated Purchaser hereby agrees to be the Purchaser under the Original

Contract as if originally named therein and to be bound by each and every provision thereof applicable to Purchaser, except that the place of delivery shall be Johnstown, Pennsylvania.

4. Designated Purchaser agrees to cause this Supplemental Contract to be filed and recorded in accordance with Paragraph 6 of Exhibit A to the Original Contract.

5. It is hereby understood and agreed that this Supplemental Contract shall be applicable only to the Designated Cars and that AEP shall remain as the Purchaser under the Original Contract with respect to the remaining Cars covered thereby until an operating company of the American Electric Power System is designated and approved in accordance with Paragraph 4 of Exhibit A to the Original Contract.

IN WITNESS WHEREOF, the parties hereto have caused this agreement to be signed as of the day and year first above written.

AMERICAN ELECTRIC POWER SERVICE CORPORATION

By _____
Senior Vice President

BETHLEHEM STEEL CORPORATION

By _____

OHIO POWER COMPANY

By _____
Vice President

COMMONWEALTH OF PENNSYLVANIA)
) ss.:
COUNTY OF LEHIGH)

On this day' of December, 1974, before me personally appeared , to me personally known, who being by me duly sworn, says that he is a of BETHLEHEM STEEL CORPORATION; that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation; that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

My Commission Expires

Notary Public

(Seal)

[illegible]

On this 3rd day of December, 1974, before me personally appeared Gerald P. Maloney, to me personally known, who being by me duly sworn, says that he is a Senior Vice President of AMERICAN ELECTRIC POWER SERVICE CORPORATION; that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

My Commission Expires

Notary Public

(Seal)

STATE OF NEW YORK)
) ss.:
COUNTY OF NEW YORK)

On this 3rd day of December, 1974, before me personally
appeared Gerald P. Maloney , to me personally known,
who being by me duly sworn, says that he is a Vice President
of OHIO POWER COMPANY; that one of the seals affixed to the fore-
going instrument is the corporate seal of said corporation, that
said instrument was signed and sealed on behalf of said corporation
by authority of its Board of Directors and he acknowledged that the
execution of the foregoing instrument was the freeact and deed of
said corporation.

My Commission Expires .

Notary Public

(Seal)